

EXHIBIT 1

Full Investor Presentation



OVERWATCH
DIGITAL HEALTH

RISION, LTD – OVERWATCH/BIOEYE CORPORATE PRESENTATION

July 2020

Overwatch Digital Health – 3 Product Lines



OVERWATCH APP

Epilepsy detection and notification software application



EYMPACT

Mobile eye tracking concussion indication software application



EYMPAIR

Mobile pupillary response drug detection software application

- Significant global market opportunities for all product lines.
- Overwatch App is revenue generating with approximately 300 subscribers.
- Clinical studies underway, user acceptance data and field trials show compelling initial results.
- Cutting edge technologies which utilize proprietary artificial intelligence tools and machine learning algorithms for continuous learning and adaptation.
- 100% owned intellectual property with significant patent pending protection.
- Qualified management and board of directors with extensive market, product development and sales experience.



Overwatch Digital Health – Products Summary



OVERWATCH APP

- Provides real-time seizure monitoring, detection and alerts so that caregivers and doctors receive rapid notifications of a patient's epileptic seizures.
- Seizure alerts aid doctors and caregivers in making critical care decisions for individuals living with epilepsy.
- Documents seizure events so that medical professionals can review and analyze in order to design more effective epilepsy treatment options and protocols.
- Utilizes machine learning algorithms to continuously improve seizure detection accuracy.



EYMPACT

- Records and analyzes ocular biomarkers in real-time to assess changes in brain function and to provide rapid side-line indication of potential sports-related concussive brain injuries.
- Accurate, timely indication of concussions enable medical personnel to make informed decisions for the treatment and management of concussive brain injuries in order to improve long-term outcomes.
- Employs artificial intelligence tools to regularly update and to improve concussion indication analysis.



EYMPAIR

- Measures ocular biomarkers and analyzes pupillary responses to external stimuli to assess whether a driver has ingested alcohol or narcotics (marijuana, opioids, amphetamines, stimulants, barbiturates).
- Provides real-time information to law enforcement and to commercial trucking and ride-sharing operators so that drug and alcohol impaired drivers can be prevented from operating vehicles on public roadways.
- Continually updates and refines its drug and alcohol assessment capabilities through the use of machine learning algorithms.



OVERWATCH APP, EYMPACT & EYMPAIR Validation

Technology Validation Through Commercialization, Clinical and Research Studies, User Corroboration & Field Trials



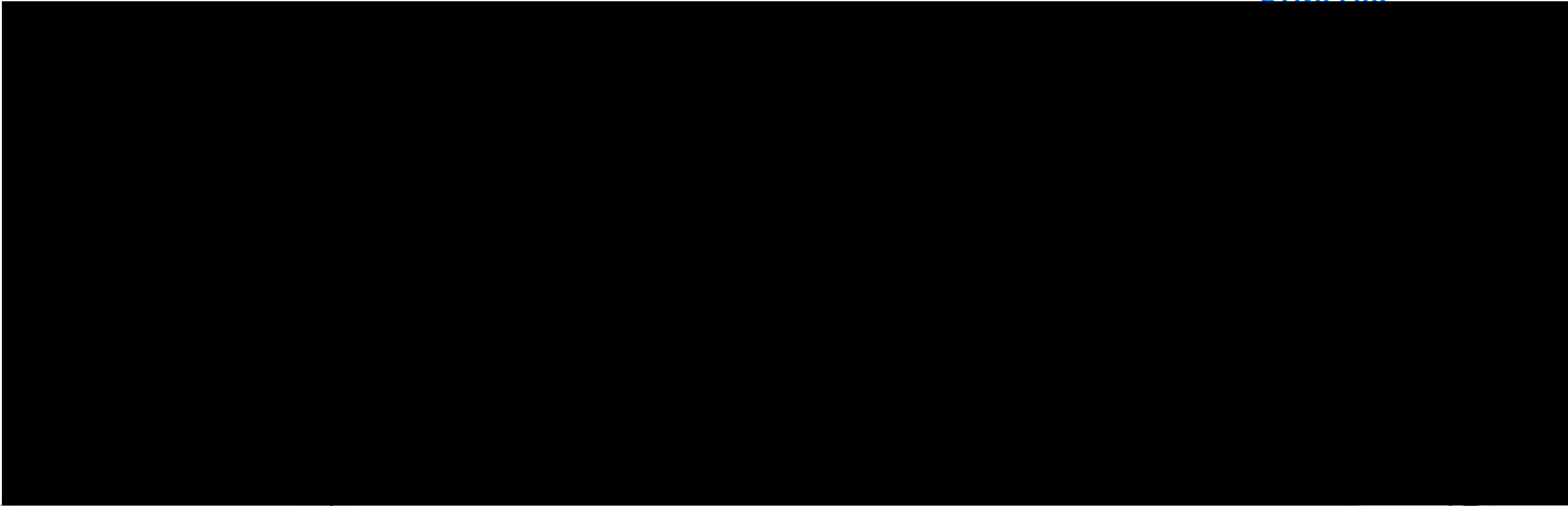
OVERWATCH APP



EYMPACT



EYMPAIR



OVERWATCH APP: The Challenge



Epilepsy can rob an individual of their independence and sense of security and instills life-altering uncertainty into daily activities.



*Will I have another seizure? Where will I be?
Will I be able to receive the help that I need?*

50 million

People around the world diagnosed with epilepsy.¹

21 million

People around the world living with uncontrollable seizures.²

3.4 million

People in the United States diagnosed with epilepsy.³

470,000

Children in the United States diagnosed with epilepsy.³

150,000

Annual number of new cases of epilepsy in the United States.³

1. <https://www.newswise.com/articles/epilepsy-is-a-threat-to-public-health-says-international-report>

2. <https://www.who.int/news-room/fact-sheets/detail/epilepsy#targetText=Globally%2C%20an%20estimated%20five%20million%20as%20139%20per%20100%20000>

3-<https://www.cdc.gov/epilepsy/about/fast-facts.htm>



OVERWATCH APP – Our Solution For Users

Simple and easy to use, the Overwatch App utilizes an Apple™ LTE Smartwatch to continuously monitor for epileptic seizures. When a seizure event is detected, the Overwatch App sends an alert (via the Cloud) to the user-designated contact's or caregiver's iPhone. The Overwatch App also utilizes machine learning algorithms in order to continuously improve seizure detection accuracy.

- Overwatch App operates on Apple™ LTE smartwatch
- Seizure event occurs which is detected by the Overwatch App
- Overwatch App prompts Apple™ LTE Smartwatch to send notification to the cloud
- Cloud sends a seizure alert to the iPhone of the user's designated contact or caregiver

Our Solution For Doctors

- The Doctors Portal gives doctors the ability to better monitor and treat their patients via an online seizure diary which logs detailed patient information about the number, length and severity of seizures detected
- Comprehensive information about seizure events helps identify patterns or triggers to develop effective treatment options and protocols for patients.
- Doctors pay a monthly fee for access to the Doctors Portal and they can submit requests for monthly insurance reimbursements through CPT 99457 (Remote Physiologic Monitoring Treatment Management Services) and CPT 99490 (Chronic Care Management).
- Giving doctors the ability to remotely monitor patient seizure activity supports insurers' efforts to reduce healthcare costs in the U.S. as evidenced by the increased number of remote patient monitoring and telehealth reimbursement codes included in the American Medical Association's 2020 CPT Code Set (issued in September 2019).

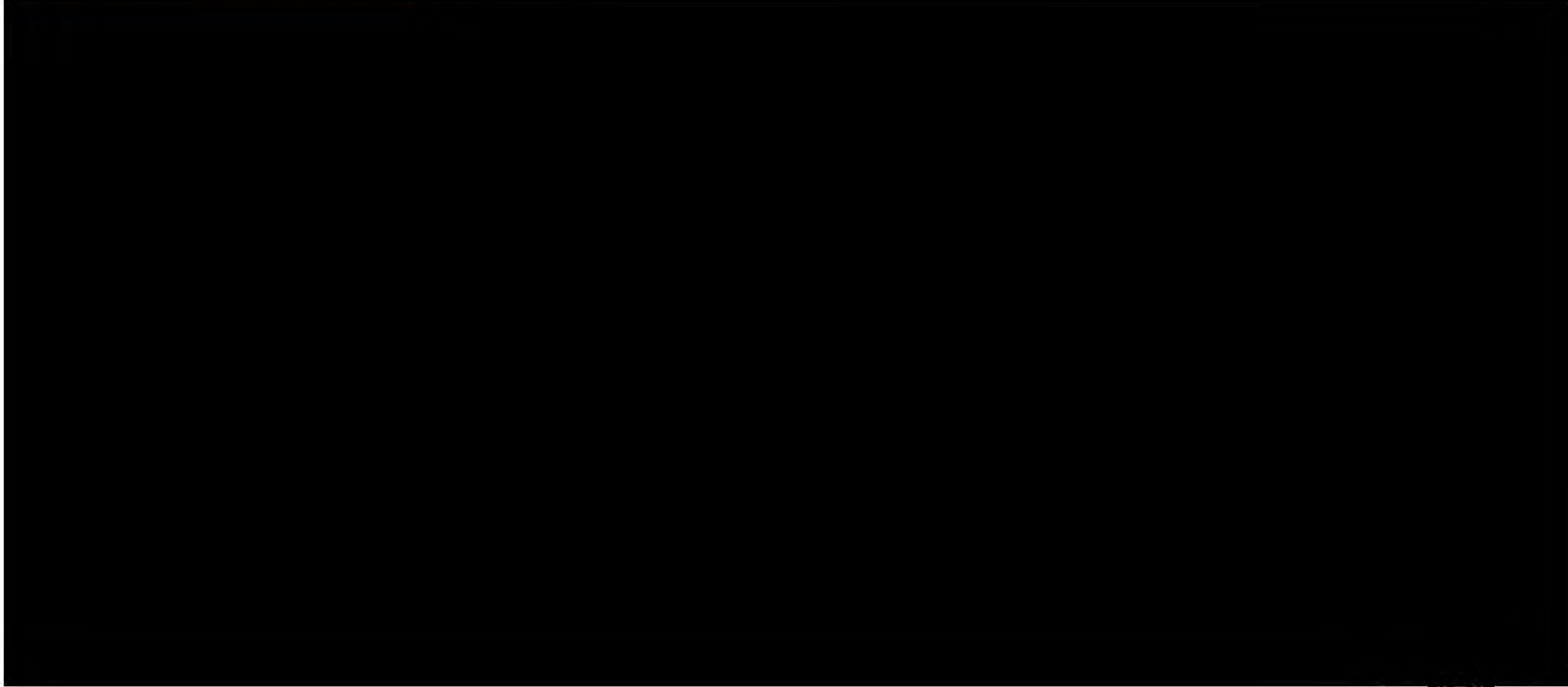


SEIZURE DETECTION: INCREASING ACCURACY





LOW FALSE POSITIVE RATE



OVERWATCH APP – What Our Users Are Saying

“Our 3-year old was recently diagnosed with epilepsy. We have tried a few different apps for Apple Watch, but all have had issues with battery life. I was worried this would be the same, but the battery is lasting overnight, even with an earlier bedtime. We had our first seizure while using the app, and it worked exactly as promised. We were promptly alerted to a seizure we wouldn't have even known about. ***As a parent, there's no way for me to explain the peace of mind this gives me. I'm very relieved to find something that finally works for us. I cannot thank Overwatch enough!***”

– Ellen M.

“Just wanted to let everyone there know that your product is absolutely terrific! It was super simple to install, worked with our wifi at home right away, and is communicating with everyone we set up as caregivers flawlessly... For the first time since using the watch he had a seizure last night after going to bed. If the watch had not alerted us, we would never have known he was having the seizure since he was in bed and we didn't hear anything. ***It could have very well saved his life last night!***”

– Ken W.

“I just submitted my order. I am looking forward to what this program has to offer someone like myself. If the customer service is an example of the app. I am sure it will not disappoint. ***The interaction I have had with all of the staff has been amazing so far and I am sure dealing with others with the same life challenges also makes this company a great asset to our community.***”

– Jennie A.

“The customer service from this company is absolutely the very best! I believe someone would have flown to my house to personally help me if I had asked. Don't be overwhelmed or afraid to contact them for help. Today, I went to spend time with friends while my son was home alone because I had some security that I didn't have before. ***Thank you Overwatch for your continued support for people affected by epilepsy, either as a caregiver or as a patient.***”

– Julie H.



OVERWATCH APP – Commercialization Strategy



OVERWATCH APP – Revenue Model



BIOEYE EYMPACT – The Challenge

Sports-Related Concussive Brain Injuries
Are a Major Global Medical Issue



At present there is no singular, gold-standard assessment tool available for the diagnosis of sports-related concussions on the sideline.

*– “Diagnosis of Concussion on the Sidelines” -
Seminars in Pediatric Neurology, Volume 30, July 2019*

- In the United States there are over **three million sports-related concussions every year** with over **one million injured athletes reporting multiple concussions** while playing.¹
- Sports and recreation-related concussions are a leading cause of traumatic brain injury (TBI) related emergency department visits among adolescents with the annual economic short-term costs of concussions from high school and college sports estimated between **US\$5.86 billion and US\$20.7 billion**.²
- **69%** of athletes in the United States with a possible concussion reported that they played with concussion symptoms and **40%** of those athletes said their coach was not aware they had a possible concussion.⁴
- There are **14,595** high school, college and professional football teams in the United States. Football has the highest incidence of concussions as evidenced by the fact that nearly 57% of sports concussions in high school are from football injuries.³

1. <http://www.protectthebrain.org/Brain-Injury-Research/What-is-a-Concussion.aspx>

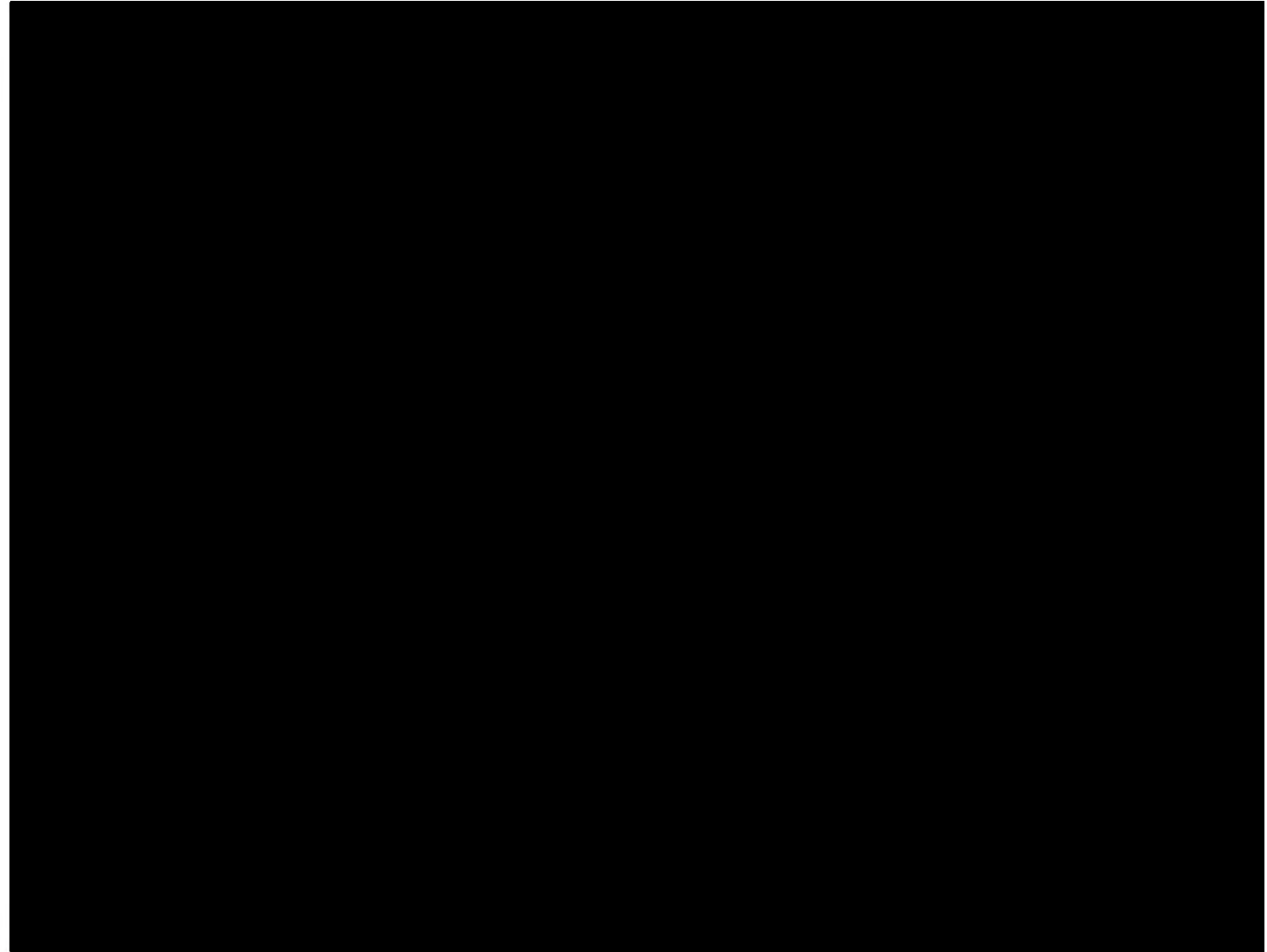
2. The Steep Economic Cost of Contact Sports Injuries” - PBS Newshour October 28, 2017.

3. <https://www.cnn.com/news/article/terence-p-jeffrey/football-top-sport-us-1088158-high-school-players#targetText=But%20for%20each%20of%20those,per%20side%20American%20tackle%20football.>

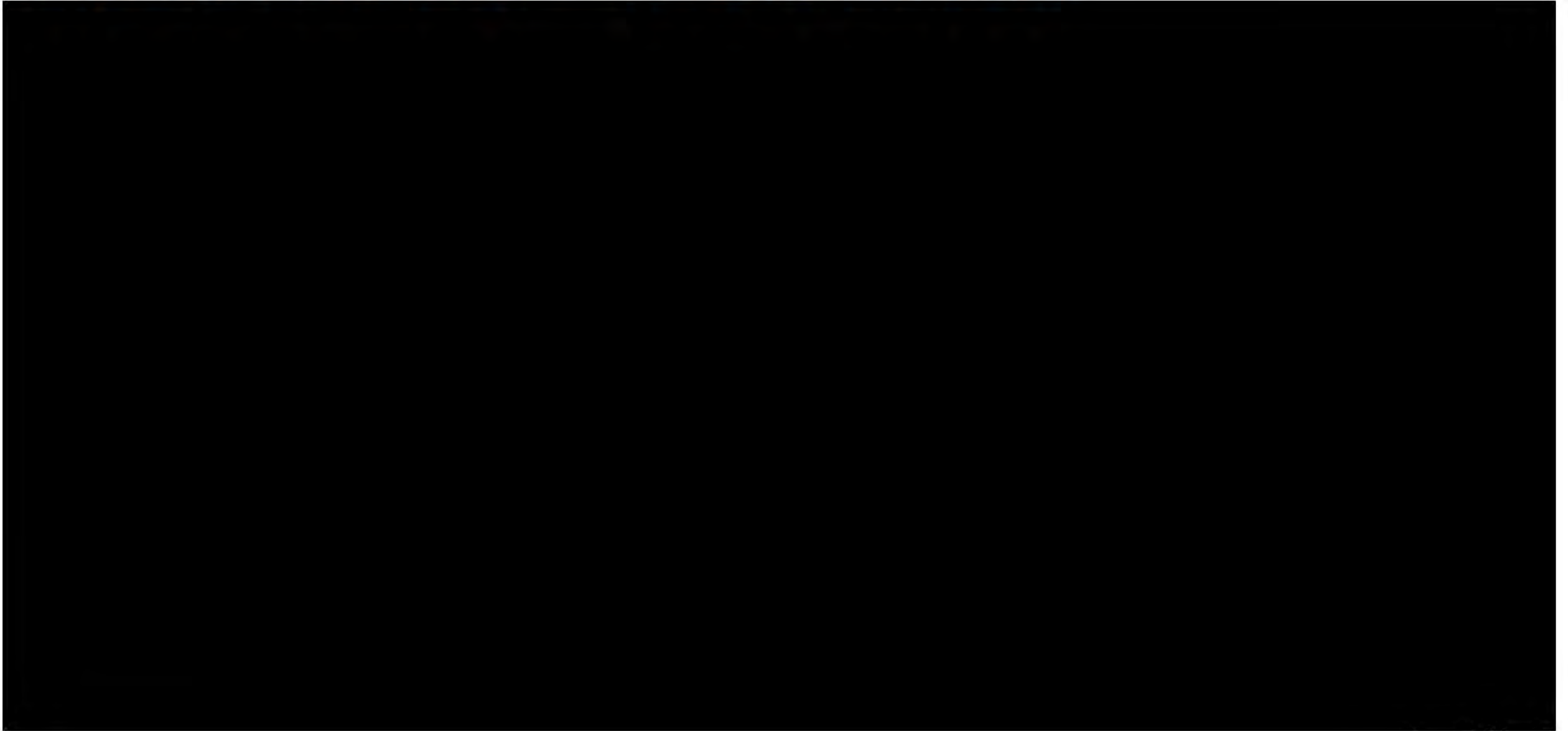
4. <https://www.brainline.org/article/concussion-and-sports>



BIOEYE EYMPACT – Our Solution



BIOEYE EYMPACT – Revenue Model



BIOEYE EYMPACT – Commercialization Strategy



Roadside Drug Testing USA vs Australia/Canada/UK

USA

A positive drug test must also be supported by an assessment of impairment by a DRE (drug recognition expert)

Eympair could be used by DRE's as a tool to assist/confirm their impairment assessment

Australia/UK/Canada/NZ

Zero tolerance to positive drug test

Eympair could be used by roadside drug testers as an initial, real time screening tool for who to subject to saliva testing



BIOEYE EYMPAIR – The Challenge

Driving While Impaired by Drugs or Alcohol: United States

Current drug detection solutions only provide historical evidence of drug use (i.e. that the person has taken drugs within a previous timeframe) but not that the person is necessarily impaired at the time of the test, are invasive (e.g. blood or urine test) and often require a court-issued warrant in the US.

There are no mobile (i.e. roadside) drug detection solutions available to law enforcement personnel or to commercial trucking operators and ride-sharing companies which provide for **real-time** drug detection results.

For example, current Australian road-side saliva tests take ~5 minutes to process, with a further ~30mins for a second saliva or blood test if an initial positive result is obtained.⁷ In the US, the secondary saliva test takes ~5 minutes, and if positive it is sent to a lab for further analysis.

- Accidents due to driving while under the influence of alcohol or drugs result in nearly **11,000 fatalities** in the United States each year and in 2017, the U.S. National Highway Transportation Safety Association reported that **drugs were detected in 43%** of drivers involved in fatal car crashes.¹
- Law enforcement personnel in the United States conduct more than **19 million roadside inspections** each year to test for suspected impairment and more than **one million drivers** are arrested each year for driving under the influence of drugs or alcohol.²

Driving While Impaired by Drugs or Alcohol: A Global Issue

- In 2013, illicit drug use was estimated to be responsible for just over **39,600 road traffic deaths worldwide**.³
- Driving under the influence of drugs was the **ninth** leading cause of death in 2015 worldwide and could become the **fifth** leading cause of death by 2030.⁴
- In 2018, New Zealand police detected more drug-impaired drivers than alcohol-impaired motorists,⁵ as did Victorian police, who as a result planned on increasing roadside drug test in 2019 by an **additional 50,000 tests**.⁶

1. <https://www.ghsa.org/resources/drugged-driving-2017> <https://openpolicing.stanford.edu/>

2. World Health Organization. (2013). Global status report on road safety 2013 supporting a decade of action. Retrieved from <http://site.ebrary.com/id/10931312>

4. World Health Organization. (2016). Drug use and road safety: A policy brief. Retrieved from <http://apps.who.int/iris/handle/10665/249533>

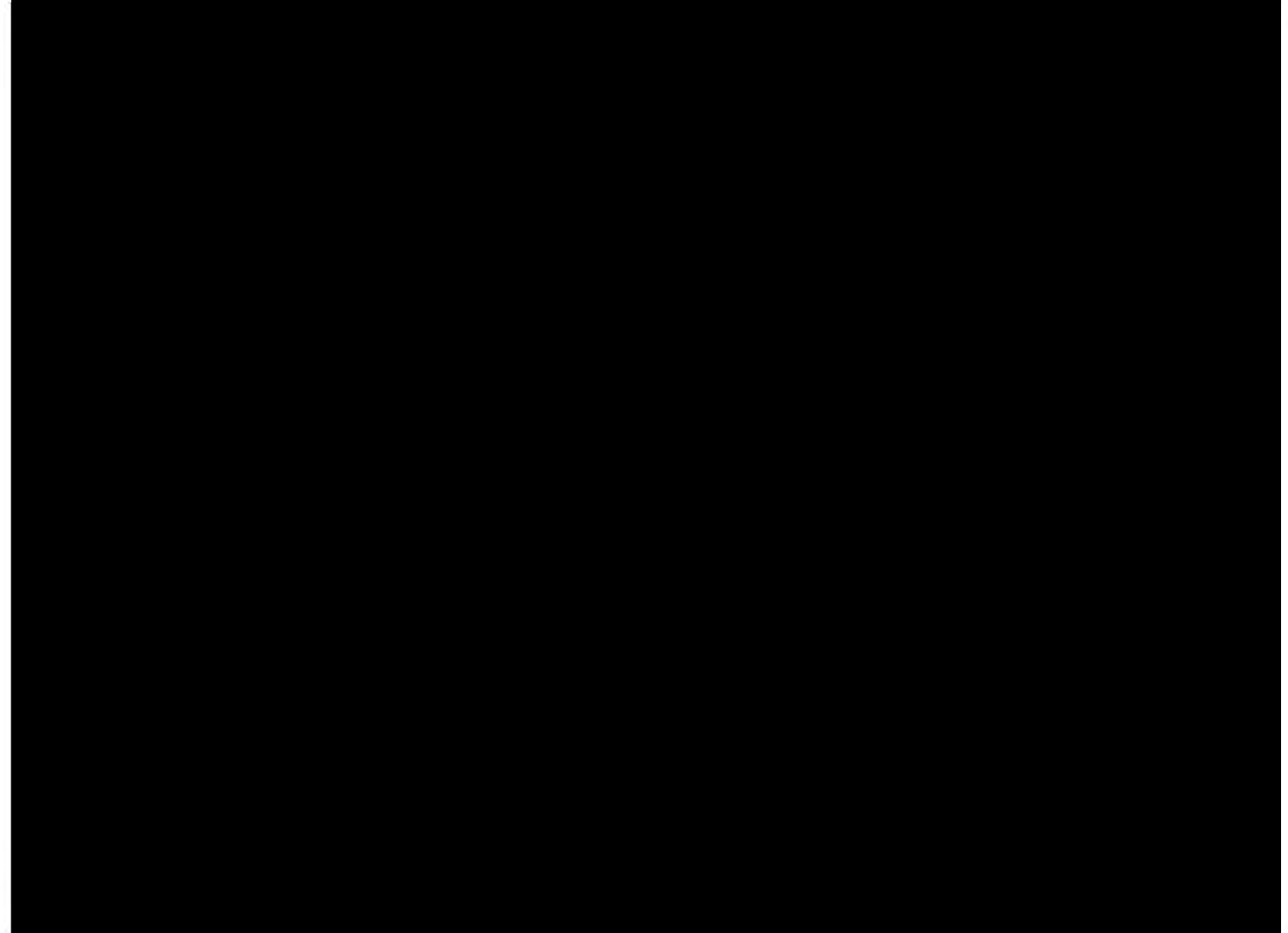
5. "New Zealand Drug-Driving Tests Surpass Drunk-Driving Toll For the First Time" The Guardian June 13 2018

6. "Roadside Tests Detect More Drugged Than Drunk Drivers" The Australian October 23 2019

7. <https://drugaware.com.au/getting-the-facts/faqs-ask-a-question/drug-testing/#how-long-does-a-drug-roadside-test-take>



BIOEYE EYMPAIR – Our Solution



BIOEYE EYMPAIR – Revenue Model

Per Test Pricing - Law Enforcement; Commercial Trucking and Ride-Sharing

Indicative Revenue Streams

Law Enforcement

- In the United States, there are **17,985** local and state law enforcement agencies which employ more than **1.1 million** police officers.¹
- Law enforcement personnel undertake more than **19 million roadside vehicle stops and inspections** per year and arrest more than **one million drivers** for driving while impaired from alcohol or narcotics.²



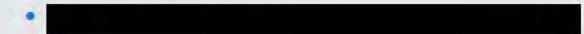
Commercial Trucking

- There are over **3.5 million** commercial truck drivers and more than **15 million** commercial trucks in the United States.
- Federal and state law requires driver drug test when a driver is hired by a commercial trucking company, randomly during employment, and after a driver is involved in an accident.
- In 2017, the Federal Motor Carrier Administration determined that large commercial trucks were involved in accidents causing **3,757 fatalities and 88,000 injuries**.³



Ride-Sharing

- Since 2009, the use of ride-sharing services in the United States has grown exponentially. It is estimated that between **24% to 43%** of the population in the United States has used a ride-sharing service in the past 12 months.
- Lyft and Uber employ more than **1 million** drivers in the United States and more than **3 million** drivers worldwide.⁴
- Driver impairment is an increasing concern for ride-sharing operators: between 2014 and 2015, Uber received more than **2,000 customer complaints** of suspected driver impairment resulting in the deactivation of **574** of driver accounts.



1. <https://www.bjs.gov/index.cfm?ty=pbdetail&iid=6406>

2. <https://www.bjs.gov/>

3. <https://www.fmcsa.dot.gov/safety/data-and-statistics/large-truck-and-bus-crash-facts-2017>

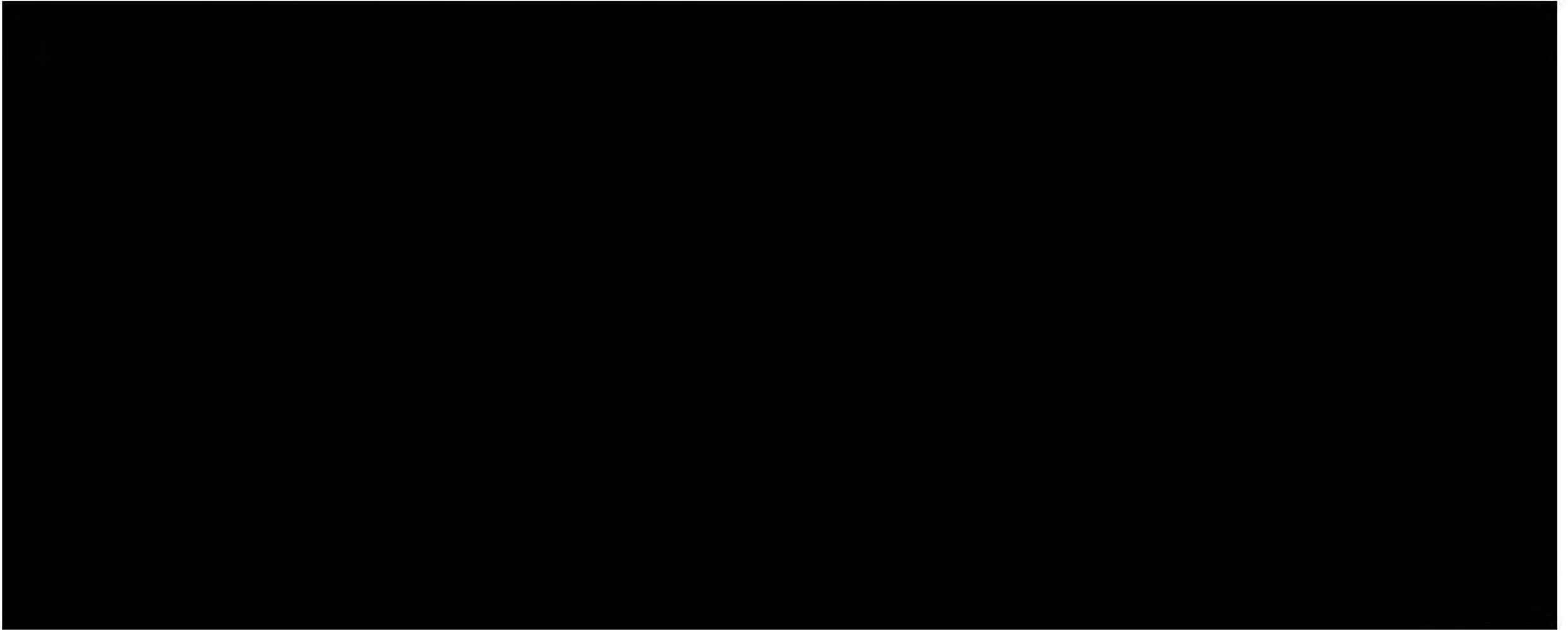
4. <https://ride.guru/lounge/p/how-many-uber-drivers-are-there#targetText=Combined%2C%20there%20are%20likely%20400%2C000%20for%20both%20Uber%20and%20Lyft>



BIOEYE EYMPAIR – Commercialization Strategy



Regulatory Overview And Strategy



OVERWATCH DIGITAL HEALTH - Intellectual Property

le: SYSTEM AND METHOD FOR PROVIDING AN INDIVIDUALIZED ASSESSMENT OF HEALTH-RELATED DATA

Application No.: 62/843,525

ing Date: May 5, 2019

le: SYSTEM AND METHOD FOR OPTIMIZING A PLURALITY OF DEVICES FOR AN INDIVIDUALIZED ASSESSMENT OF HEALTH-RELATED DATA

Application No.: 62/843,526

ing Date: May 5, 2019

le: SENSOR AND METHOD FOR PROVIDING SENSORS FOR AN INDIVIDUALIZED ASSESSMENT OF HEALTH-RELATED DATA

Application No.: 62/843,527

ing Date: May 5, 2019

le: SYSTEM AND METHOD FOR ENERGY MANAGEMENT FOR A PLURALITY OF DEVICES FOR AN INDIVIDUALIZED ASSESSMENT OF HEALTH-RELATED DATA

Application No.: 62/843,528

ing Date: May 5, 2019

E - Intellectual Property

le: A method for pupil detection for cognitive monitoring, analysis, and biofeedback-based treatment and training

CT Application No.: WO/2018/142388

ing Date: December 25, 2017

le: A METHOD AND SYSTEM FOR EARLY DETECTION OF NEURODEGENERATION USING PROGRESSIVE TRACKING OF EYE-MARKERS

CT Application No.: WO/2019/092722

ing Date: November 11, 2018

le: A method for pupil detection for cognitive monitoring, analysis, and biofeedback-based treatment and training

S. Patent Application No.: 16/482,589

ing Date: September 15, 2019

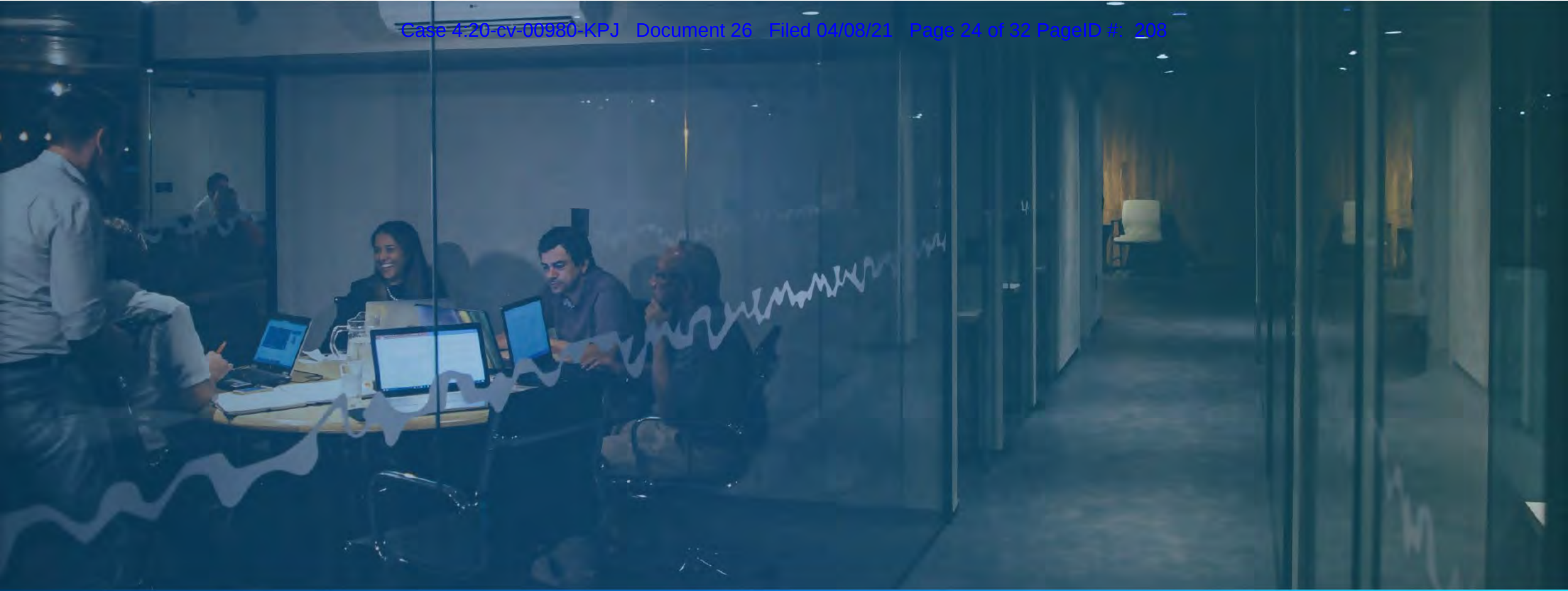


ASX: RNL RTO Deal Structure and Indicative Timetable

Indicative capital structure (Assumes [REDACTED])	Shares	%
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
ODH vend shares	[REDACTED]	[REDACTED]
BioEye vend shares	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
[REDACTED]	[REDACTED]	[REDACTED]
Total shares	[REDACTED]	[REDACTED]
Vendor performance shares	[REDACTED]	
[REDACTED]	[REDACTED]	
Fully diluted share capital at Completion of Offer	[REDACTED]	

Indicative timetable	~Date
[REDACTED] Seed loan EOI's due	3 July 2020
Seed loan funds / applications due	10 July 2020
Investor roadshow / Prospectus opens	End July 2020
Shareholder approval of acquisitions	Mid Aug 2020
Prospectus closes	Mid Aug 2020
Prospectus funds due	End Aug 2020
Reinstated to trade as Overwatch	Early Sept 2020





ANNEXURES

- Board of Directors & Management Team
- Competitive Analysis Summaries
- Legal Disclaimer



OVERWATCH
DIGITAL HEALTH

Board of Directors

Emmanuel Correia

Non-Executive Chairman

Over 25 years public company experience;

Extensive experience and transactional background in initial public offerings, reverse take over transactions and mergers & acquisitions;

Currently, a director of several ASX-listed companies.

Clive Barrett

Non-Executive Director

Over 20 years experience in Direct Response Television Industry (DRTV) in Australia, building various companies and creating a range of DRTV products that resulted in product distribution to over 20 countries.

Extensive experience as an advisor to various businesses in the marketing field, both in Australia and internationally; and as a director of ASX listed companies.

Steve Rosich

Non-Executive Director

Over 20 years in senior executive roles at two Australian Football League clubs that are both market leaders in membership, partner engagement and growth;

A proven track record in leadership, stakeholder engagement, strategy development and execution for growth and innovation and alignment to cultural standards.

Appointed the new Chief Executive Officer of the Victorian Racing Club.

Terry Fokas

Executive Director

Over 15 years experience as a director on both private and public company and non-profit boards of directors;

U.S. qualified attorney-at-law licensed to practice before multiple state and federal bars;

Extensive experience in negotiating software licensing transactions including intellectual property assets and products with an emphasis in information and medical technologies.



Management Team

Terry Fokas

Chief Executive Officer;
President

BACKGROUND

Software licensing executive with more than 15 years experience in technology development and intellectual property enforcement; licensed U.S. attorney with significant corporate and mergers & acquisitions and patent licensing and enforcement experience.

LL.M (Master of Laws) – The London School of Economics;

J.D. (Juris Doctorate) – St John's University School of Law;

B.Sc. (Marketing & Finance) – State University of New York (SUNY)

Eran Ferri

President (BioEye, Ltd.)

BACKGROUND

Technology management professional with over 20 years of experience. Extensive knowledge and experience in all aspects of technology management and market delivery, including product management, sales and marketing, operations, customer service, and licensing.

Doctorate studies (Artificial Intelligence) - Tel-Aviv University;

M.Sc.(Communications) - Tel-Aviv University;

B.A (Computer Science) – Technion (Academic Reserve)

Dovi Yellin

Chief Scientist

BACKGROUND

Neuro-scientist specializing in eye-markers; engineer with extensive algorithm\machine learning background with more than 20 years of management experience in research, design and development. Algorithmic fields of specialty include machine and deep learning combinatorial optimization, image processing and information theoretical methods.

PhD (Neuroscience) - Weizmann Institute of Science, Rehovot

M.Sc. (Computational Physics) - Bar Ilan University, Ramat-Gan

B.Sc. (Physics and Computer Science) - Bar Ilan University, Ramat-Gan



Management Team

Paul Morinville

Vice-President,
Product Development

BACKGROUND

Former executive at Dell Technologies responsible for corporate and product development and human resources. Accomplished tech inventor, with nine issued patents on mission-critical enterprise middleware systems controlling access and business processes. Adjunct faculty at Ivy Tech University in Indiana teaching basic electronics, PLC programming and three phase electrical power.

University of Hawaii, Embry Riddle Aeronautical University and Minnesota State University: Concentrations in economics and astronomy.

Stephanie Fokas

Director of Epilepsy
Community Outreach

BACKGROUND

More than 20 years experience in leadership roles in non-profit healthcare organizations. Led the legislative effort for the Epilepsy Foundation of Texas which lead to the 2015 passage of the Texas Compassionate Use Act (legalizing medical cannabis for adults and children in Texas with intractable epilepsy)

2018-2019: Chairman of the Board of Directors; Epilepsy Foundation of Texas;

2019: Member, Board of Directions (Strategic Planning Committee) National Epilepsy Foundation

B.A. (Public Relations) – University of Maryland (College Park)

Dr. Anne Lipton Dr. Malcolm Stewart

Clinical Consultants





Dr. Anne Lipton - Doctor of Neurology; Board certified by the American Board of Neurology. Dr. Lipton is a nationally recognized neurologist, author and dementia specialist.

Dr. Malcolm Stewart – Doctor of Neurology; Board Certified by the American Board of Neurology. Former director of the Parkinson's Disease Center and Human Performance Laboratory at Texas Health Resources, Presbyterian Hospital, Dallas, Texas.



OVERWATCH APP

Comparison of Offered Features, Device Cost and Monthly Monitoring Cost

Brand	Smartwatch Capability	Two Device Platform	No Rx Required	B2B Sales	Device Cost \$	Monthly Monitoring Cost
 OVERWATCH DIGITAL HEALTH	✓	✓	✓	✓	FREE (User's own smartwatch)	
empatica  *	✗	✗	✗	✗	\$249	\$44.90 ^{mo}
SmartWatch Inspyre™	✓	✗	✓	✗	\$199-400	\$49.99 ^{mo}
 seizureLink™ ** <small>BRIDGE ACTIVATOR</small>	✗	✗	✓	✗	\$449	\$22.56 ^{mo}





* Requires a Doctor's prescription and a proprietary hardware bracelet. Empatica estimated customer base is approximately 13,000 to 15,000 users.

** Requires a cigarette pack-sized device on arm, which stands out and draws unwanted attention.



OVERWATCH APP

Comparison of Offered Features:

				
Detects Abnormal Motion	✓	✓	✓	✓
Alerts via call/text	✓	✓	✓	✓
GPS Enabled Location	✓	✓	✓	✓
Summon Help Immediately	✓	✗	✓	✓
Securely Access Seizure History	✓	✓	✓	✓
Reminders/Notifications	✓	✗	✓	✗
Heart Rate	✓	✗	✓	✗
Sleep Monitoring	✓	✓	Coming Soon	✗
Activity Tracking	✓	✓	Coming Soon	✗
Symptom Reporting	Seizure Diary	✗	Coming Soon	✓
Manual Seizure Logging	✓	✓	✗	✓
Siri Seizure Diary	✓	✗	✗	✗
First Responder Notification	✓	✗	✗	✗



EYMPACT

Comparison of Offered Features:

Category	Eympact	Oculogica	SyncThink	RightEye	Ascend/VYE	Brightlamp	PupilScreen	NeuroKinetics	NeurOptics
	Eyes (markers)	Eyes - ET (movement)	Eyes - VR (movement)	Eyes - ET (movement)	Eyes (movement)	Eyes (PLR)	Eyes (PLR)	Eyes - ET (markers)	Eyes - ET (markers)
Analyzes multiple ocular biomarkers	✓	✗	✗	✗	✗	✗	✗	✓	✗
Analyzes pupil size	✓	✗	✗	✗	✗	✓	✓	✓	✓
Tracks eye movement	✓	✓	✓	✓	✓	✗	✗	✓	✗
Blink rate	✓	✗	✗	✗	✗	✗	✗	✓	✗
Utilizes pupillary light reflex	✓	✗	✗	✗	✗	✓	✓	✓	✓
Tests for smooth pursuit	✓	✗	✓	✓	✓	✗	✗	✓	✗
Does not require hardware device	✓	✗	✗	✗	✓	✓	✓	✗	✗
Can be used on mobile phone	✓	✗	✗	✗	✓	✓	✓	✗	✗
Provides sideline test	✓	✗	✓	✗	✓	✓	✓	✗	✗
Does not require baseline test	✓	✓	✗	✗	✗	✓	✓	✓	✓



EYMPAIR

Comparison of Offered Features:

Category	Eympair	Sobereye	GuardEx	Druid	Otorize	Softeq	Ascend/VYE
	Eyes (markers)	Eyes (PLR)	Eyes (signs)	Behavioral (Res.Time + Balance)	Behavioral (Res.Time)	Eyes (Pupil.Size)	Eyes (movement)
Analyzes multiple ocular biomarkers	✓	✗	✓	✗	✗	✗	✗
Tests for different drug types	✓	✗	✓	✗	✗	✗	✗
Provides video evidence	✓	✓	✓	✗	✗	✗	✗
Analyzes pupil size	✓	✓	✓	✗	✗	✓	✗
Analyzes eye movement	✓	✗	✓	✗	✗	✗	✓
Blink rate	✓	✗	✗	✗	✗	✗	✗
Utilizes pupillary light reflex	✓	✓	✓	✗	✗	✗	✗
Tests for smooth pursuit	✓	✗	✗	✗	✗	✗	✓
Horizontal Gaze Nystagmus	✓	✗	✓	✗	✗	✗	✗
Does not require hardware device	✓	Goggles	✗	✓	✓	✓	✓
Can be used on a mobile device	✓	✗	✗	✓	✓	✓	✓
Government/enterprise	✓	✗	✓	✗	✗	✗	✗



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